



CORPORATE SOCIAL RESPONSIBILITY POLICY

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| Reviewing Authority | Corporate Socially Responsible Committee |
| Approving Authority: | Board of Directors of the Company |
| Original Issue Date: | May 27, 2021 |
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| Version No.: | 2.0 |
| Review Cycle: | At such intervals as prescribed under Companies Act, 2013 |
| Applicability | The Company |



1. Objective of the CSR Policy

- a) The objective of this Policy is to continuously and consistently:
 - i. Define and lay down the guiding principles and strategies implementing Company's CSR initiatives.
 - ii. Outline our Board's vision and approach for undertaking CSR and creating impact in the communities.
 - iii. To articulate Metropolis's core philosophy of corporate social responsibility
 - iv. To define the areas and to indicate activities chosen by Company to impact the society with its efforts towards Corporate Social Responsibility ("CSR")
 - v. To ensure that the Company spends, in every financial year, at least 2% of the average net profits of the Company made during the three immediately preceding financial years towards CSR.

2. CSR Approach and Guiding Principles

- a) Giving back to the society is embedded in the value system of Metropolis and we believe and aim to bring about a positive change in the nation. For the past 3 decades, Metropolis has been at the forefront in conducting impactful camps and driving numerous workshops for different sections of the Society. As an integral part of our commitment to Good Corporate Citizenship, we at Metropolis Healthcare Limited (The Company), believe in actively assisting in improvement of the quality of life of people in our communities. We believe, we not only exist for doing good business but also, for ensuring the betterment of the society.
- b) Towards achieving long-term stakeholder value, we shall always continue:
 - i. To serve the social, economic, cultural interest of human beings in the community.
 - ii. To undertake various initiatives to uplift quality of life and well-being of people.

3. The Regulatory Framework

- a) The Companies Act 2013 together with the Companies (Corporate Social Responsibility Policy) Rules, 2014 notified thereunder as amended from time to time ("The Act") and Schedule VII to the Act read with Section 135 of the Act, provides a framework for companies to define the key thrust areas in the CSR space.
- b) The Act also provides instructions on agencies eligible for implementation through which companies may spend its CSR Expenditure and mandates assessing the impact of the Company's projects in certain cases.



- c) All CSR projects of the Company will be in line with the CSR vision, as well as areas listed in Schedule VII of the Companies Act, 2013.

4. Key Thrust Areas

- a) In line with Schedule VII to the Act on the CSR activities, the CSR efforts of the Company will be primarily dedicated in the following areas:

| Sr. no. | SDG | Core Activities |
|---------|-------|--|
| 1. | SDG 3 | Good Health and well-being: Promoting good health and well-being including preventive health care. This is apart from the diagnostics/pathology business. |
| 2. | SDG 4 | Promoting Quality Education: Promoting education including continuing medical education and nurturing young medical talent. |
| 3. | SDG 5 | Gender Equality Promoting gender equality and empowering girls and women. The focus is to create awareness & education for adolescents which impacts their well-being. |

- b) The Board of the Company on the recommendation of the CSR committee may make changes in the above list from time to time as it may deem fit.

5. Implementation

- a) Subject to the provisions of the Act as applicable from time to time, the Company may carry out its CSR activities:
- Either by itself; OR
 - Through the companies / entities specified therein, OR
 - In collaboration with other Companies.

6. Governance and Monitoring Process

a) Board Level CSR Committee

The Company has a well-defined structure to oversee the implementation of the CSR Policy and monitoring of CSR projects as per the requirements of Section 135 of the Act.

The Corporate Social Responsibility Committee ("CSR Committee") of the Board, constituted as per the provisions of the Act, shall be responsible to:

- Formulate and approve revisions to the CSR Policy and recommend the same to



the Board for its approval.

- ii. Recommend the annual CSR expenditure budget to the Board for approval.
- iii. Formulate and recommend an Annual Action Plan (including any revisions thereto) to the Board for its approval.
- iv. Review implementation of CSR activities of the Company within the applicable framework.

b) CSR Team

The Company's CSR Programs shall be driven by a dedicated CSR Team under the guidance and support of the CSR Committee. The CSR Team would play a significant role in implementation of the CSR Programs ensuring that the same are in line with the policy and the purview of the applicable laws governing CSR.

7. Annual Action Plan

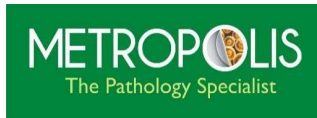
- a) The CSR Committee of the Board of Directors of the Company shall on an annual basis, recommend an Annual Action Plan to the Board for its approval. The Annual Action Plan shall include:
 - i. the list of CSR projects or programs that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act.
 - ii. the manner of execution of such projects or programs.
 - iii. the modalities of utilization of funds and implementation schedules for the projects or programs.
 - iv. monitoring and reporting mechanism for the projects or programs; and
 - v. details of need and impact assessment, if any, for the projects undertaken by the company.

Further, the Board may during the financial year, at the recommendation of the CSR Committee, alter such plans.



8. CSR Expenditure & Budget

- a) The overall amount to be committed towards CSR will be approved by the Board of Directors as a part of its Annual Action Plan. Within the Budget, allocation towards CSR initiatives/projects will be approved by the CSR Committee of the Board.
- b) CSR expenditure will include all amounts incurred/contributed by the Company towards its CSR Programs. CSR expenditure shall also include all direct and indirect expenditure incurred towards the CSR Programs as may be admissible under the regulatory framework.
- c) In line with the requirements of the Act, Administrative overheads i.e., all expenses towards 'General Management and Administration' of CSR activities of the Company shall be capped at a maximum of 5%. Further, this would not include expenses incurred by the Company towards designing, implementation, monitoring and evaluation.
- d) Expenditure up to a maximum of 5% of the total CSR expenditure for that financial year or 50 lakh rupees (whichever is lower) can be incurred separately for impact assessment.
- e) The surplus, if any, arising out of the CSR projects shall not form part of the business profit of the Company and shall be ploughed back either to the same project from which such surplus arose or be spent in accordance with the Annual Action Plan or transferred to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.
- f) Any amount remaining unspent, pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken in pursuance of Policy, shall be transferred, within a period of thirty days from the end of the financial year to a special account to be opened by the Company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer, failing which, the company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.
- g) Subject to the provisions of the Act, the Company may also utilize its CSR spend towards creation or acquisition of a capital asset, which shall be held by:



- i. a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number; or
- ii. beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or
- iii. a public authority.

9. Impact Assessment and reporting

- a) In the event of the average CSR obligation of the Company in the 3 immediately preceding financial years becomes Rs.10 Crore or more, the Company shall:
 - i. Undertake Impact Assessment through an Independent Agency for all projects of 1 Crore or more which have been completed not less than 1 year before undertaking the impact study; and
 - ii. The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.
- b) The report on the CSR initiatives and projects of the Company shall form part of the Annual Report of the Company.
- c) The CFO of the Company shall certify to the Board on an annual basis that the funds disbursed by the Company towards CSR activities have been utilized towards the same effect.

10. General

The CSR Policy of the Company shall be revised or amended by the Board from time to time on the recommendation of the CSR committee and shall be uploaded on the Company's website for information of all stakeholders.